

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, *et al.*

Debtors.

Chapter 11

No. 18-23538 (RDD)

(Jointly Administered)

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

**Whitebox Asymmetric Partners, LP**

Name of Transferee

Phone: (612) 253-6061

Last Four Digits of Acct #: N/A

**The NES Group**

Name of Transferor

Phone: (212) 502-0025

Last Four Digits of Acct #: N/A

Name and Address where notices and payments to transferee should be sent:

**Claim No: 13796  
(Kmart Corporation) (18-23549)**

**Whitebox Asymmetric Partners, LP  
3033 Excelsior Blvd, Ste 300  
Minneapolis, MN 55416**

Date Filed: April 3, 2019

Total Amount of Claim: \$44,535.90  
**Transferred Amount of Claim: \$20,486.51**

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

DocuSigned by:

By: 

Transferee/Transferee's Agent Mark Strefling  
Partner & CEO

Date: April 29, 2019

**Penalty for making a false statement:** Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

**EVIDENCE OF PARTIAL TRANSFER OF CLAIM**

**TO:** United States Bankruptcy Court  
Southern District of New York  
Attn: Clerk

**AND TO:** Kmart Corporation ("Debtor")  
Case No. 18-23549

Claim Number: 13796

**THE NES GROUP**, its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

Whitebox Asymmetric Partners, LP  
3033 Excelsior Blvd, Suite 300  
Minneapolis, MN 55416-4675  
Attn: Scott Specken  
Tel: (612) 253-6061  
Email: [sspecken@whiteboxadvisors.com](mailto:sspecken@whiteboxadvisors.com)

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights: (a) of reclamation and all priority claims, and any cure payments made on account of Seller in the bankruptcy case; (b) to any proof(s) of claim filed; (c) in and to any secured claim, collateral or any liens held by Seller; (d) to vote on any question relating to the Claim in the bankruptcy case; and (e) to any amounts listed on the Debtor's schedules, in the principal amount of \$20,486.51 ("Claim") which is part of the total claim amount of \$44,535.90 against the Debtor in the United States Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

| Proof of Claim Number | Debtor            | Aggregate Claim Amount | Transferred Amount |
|-----------------------|-------------------|------------------------|--------------------|
| 13796                 | Kmart Corporation | \$44,535.90            | \$20,486.51        |

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

Buyer does not assume and shall not be responsible for any obligations or liabilities of Seller related to or in connection with the Claim or the Case. You are hereby directed to make all future payments and distributions free and clear of all setoffs and deductions, and to give all notices and other communications, in respect of the Claim to Buyer.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Partial Transfer of Claim by its duly authorized representative dated April 29, 2019.

THE NES GROUP

By: 

Name: NEMO GINDI

Title: PRESIDENT

WHITEBOX ASYMMETRIC PARTNERS, LP

By: 

Name: Mark Streffling

Title: Partner & CEO